

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE:	§	
	§	
DEEPROOT CAPITAL MANAGEMENT, LLC, ET AL., ¹	§	BANKRUPTCY No. 21-51523-MMP
	§	LEAD CASE
DEBTORS.	§	JOINTLY ADMINISTERED

**EIGHTH INTERIM APPLICATION FOR ALLOWANCE OF LEGAL FEES AND EXPENSES
FOR PULMAN, CAPPUCCIO & PULLEN, LLP, AS COUNSEL TO THE TRUSTEE
FOR THE TIME PERIOD OF JUNE 1, 2024 TO NOVEMBER 30, 2024**

**THIS PLEADING REQUESTS RELIEF THAT MAY BE ADVERSE TO
YOUR INTERESTS.**

**IF NO TIMELY RESPONSE IS FILED WITHIN TWENTY-ONE (21) DAYS
FROM THE DATE OF SERVICE, THE RELIEF REQUESTED HEREIN
MAY BE GRANTED WITHOUT A HEARING BEING HELD.**

**A TIMELY FILED RESPONSE IS NECESSARY FOR A HEARING TO BE
HELD.**

Name of Applicant:		Randall A. Pulman Pulman Cappuccio & Pullen, LLP
Applicant's professional role in case		Counsel for the Chapter 7 Trustee
Indicate whether this is an interim or final application		Interim
Date Order of Appointment filed		01/20/2022 [ECF No. 48]
Effective Date of Appointment		12/20/2021
	Beginning of Period	Ending of Period
Total period covered in application	06/01/2024	10/31/2024
Time periods covered by any prior applications	12/15/2021	05/31/2024

1 The Jointly Administered chapter 7 cases, along with their respective case numbers and the last four digits of each Debtor's federal tax identification number, are: In Re: Policy Services, Inc. 21-51513 (2864), In Re: Wizard Mode Media, LLC, 21-51514 (3205), In Re: deeproot Pinball LLC, 21-51515 (0320), In Re: deeproot Growth Runs Deep Fund, LLC, 21-51516 (8046), In Re: deeproot 575 Fund, LLC, 21-51517 (9404), In Re: deeproot 3 Year Bonus Income Debenture Fund, LLC, 21-51518 (7731), In Re: deeproot Bonus Growth 5 Year Debenture Fund, LLC, 21-51519 (9661), In Re: deeproot Tech LLC, 21-51520 (9043), In Re: deeproot Funds LLC, 21-51521 (9404), In Re: deeproot Studios LLC, 21-51522 (6283), and In Re: deeproot Capital Management, LLC, 21-51523 (2638), each a "**Bankruptcy Estate**" and collectively, "**Bankruptcy Estates**".

Total fees awarded in all prior applications	\$1,360,281.50
Total reimbursable expenses awarded in all prior applications	\$90,554.35
Amount of retainer received in the case	\$0.00
Total amount of credits applied by PC&P to fees in all prior applications	\$38,320.00
Total fees applied for in the Eighth Fee Application and in all prior applications (including any retainer amounts or credits applied or to be applied)	\$1,388,301.50
Total fees applied for in the Eighth Fee Application (including any retainer amounts or credits to be applied)	\$28,020.00
Total professional hours covered by the Eighth Fee Application	83.10
Reimbursable expenses sought in the Eighth Fee Application	\$1,111.36
Application Cost	Approximately \$3,000.00
Total fees and reimbursable expenses sought in the Eighth Fee Application	\$29,131.36

TO THE HONORABLE MICHAEL M. PARKER, UNITED STATES BANKRUPTCY JUDGE:

Pulman, Cappuccio & Pullen, LLP (“**PC&P**”), attorneys for John Patrick Lowe, Chapter 7 Trustee (“**Trustee**”) for the bankruptcy estates of deeproot Capital Management, LLC, Policy Services, Inc., Wizard Mode Media, LLC, deeproot Pinball LLC, deeproot Growth Runs Deep Fund, LLC, deeproot 575 Fund, LLC, deeproot 3 Year Bonus Income Debenture Fund, LLC, deeproot Bonus Growth 5 Year Debenture Fund, LLC, deeproot Tech LLC, deeproot Funds LLC, deeproot Studios LLC (each a “**Debtor**” and collectively, the “**Debtors**”), being jointly administered under lead case *In re: deeproot Capital Management, LLC*, Case No. 21-51523, hereby files this *Eighth Interim Application for Allowance of Hourly Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of June 1, 2024 to November 30, 2024* (“**Eighth Fee Application**”), for allowance of compensation of \$28,020.00 in fees and reimbursement of expenses of \$1,111.36, for a total of \$29,131.36, for the time period of June 1, 2024 to November 30, 2024. In support of the Eighth Fee Application, PC&P respectfully asks the Court to approve and authorize this Eighth Fee Application based on the

following:

I. JURISDICTION AND VENUE

1. This Court has jurisdiction over this Eighth Fee Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue for this case is proper in the Western District of Texas under 28 U.S.C. §§ 1408 and 1409. This is a core proceeding under 28 U.S.C. § 157(b)(2).

2. On December 9, 2021, (the “**Petition Date**”), the Debtors filed voluntary petitions under Chapter 7 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the “**Bankruptcy Code**”) [ECF No. 1]. The Court, by its Order entered December 21, 2021, authorized that the Debtors’ bankruptcy cases be jointly administered under lead case *In re: deeproot Capital Management, LLC*, Case No. 21-51523 (the “**Jointly Administered Case**”) [ECF No. 20].

3. On or about December 21, 2021, John Patrick Lowe was duly appointed as Trustee.

4. The statutory predicates for the relief sought by this Eighth Fee Application are sections 328(a) and 331 of the Bankruptcy Code.

5. A copy of the proposed order in conformity with Local Rule 9013 is attached as Exhibit A.

6. A copy of the Notice and Summary of this Eighth Fee Application is attached as Exhibit B.

II. FACTUAL AND PROCEDURAL BACKGROUND

7. The Debtors in this Jointly Administered Case are entities through which the Debtors’ principal, Mr. Robert Mueller (“**Mueller**”) ran a Ponzi scheme. Mueller controlled, as the sole owner, officer and director of each of the Debtors, all of their operations. Upon information

and belief, Mueller raised, on behalf of the Debtors, in excess of \$70,000,000 from individual investors over the past decade.

8. Initially, Mueller raised monies from individual investors through Debtor, Policy Services, Inc. (“**PSI**”), by purportedly selling fractional interests in the death benefits payable on life insurance policies (the “**Policies**”) purchased by PSI. These fractional interests in the Policies are known as life settlements. *See Life Partners, Inc. v. Arnold*, 464 S.W.3d 660, 662 (Tex. 2015).

9. In or around 2015, Mueller stopped raising investor money directly through PSI and began to raise investor money primarily, though not exclusively, through two of the other Debtors, deeproot Growth Runs Deep Fund, LLC, and deeproot 575 Fund, LLC (the “**Funds**”). After Mueller switched to raising monies through the Funds, the investment pitch varied over time, but essentially investors were promised a guaranteed annual return of 5% to 7% payable at the end of the applicable investment period. Investors purchased debentures—or long-term unsecured obligations—to pay. Mueller marketed the Funds as having investments in life settlements, agriculture, real estate, and sports and entertainment businesses. In 2017, invested monies, by way of intercompany transfers to deeproot Pinball, LLC, deeproot Studios, LLC, deeproot Tech, LLC, and Wizard Mode Media, LLC, were used to support Mueller’s ultimately unsuccessful effort to develop and manufacture state of the art pinball machines. The Debtors’ pre-petition financial statements and each of the Debtors’ respective schedules reflect that none of the Debtors generated any net income and, in most cases, had no revenue at any time. Despite the lack of revenue and net income, the Debtors did return investments to some of the investors.

10. On or about August 20, 2021, the United States Securities and Exchange Commission (the “**SEC**”) filed suit² against Debtors Policy Services, Inc. and deeproot Funds,

² *Securities and Exchange Commission v. Robert J. Mueller, et al.*, Civil Action No. 5:21-cv-785, U.S. Dist. Ct. for the W. Dist. Of Texas, San Antonio Division.

LLC, and Mueller individually, for violations of federal securities law, and named Mueller's immediate family members, Jeffery L. Mueller and Belinda B. Breen, as relief parties (the “**SEC Civil Action**”). An injunction was entered prohibiting the solicitation of additional funds. Shortly thereafter, on December 9, 2021, chapter 7 bankruptcy petitions were filed for each of the Debtors.

11. In or about November 2024, a federal grand jury in San Antonio, Texas indicted Mueller on eight counts of wire fraud.

12. On January 20, 2022, the Court entered its *Order on the Application of Trustee to Employ Counsel* (the “**Employment Order**”), wherein the Court authorized the Trustee to employ PC&P as counsel [ECF No. 48]. The Employment Order permits PC&P to seek interim compensation as provided in 11 U.S.C. §331, subject to approval by this Court. A copy of the Employment Order is attached hereto as Exhibit C.

13. On May 13, 2022, PC&P filed its *First Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of December 15, 2021 to April 30, 2022*, with the Court (“**First Fee Application**”). [ECF No. 111].

14. On June 9, 2022, the Court entered its *Order Granting First Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of December 15, 2021 to April 30, 2022*, authorizing the Trustee to pay to PC&P as an administrative expense, hourly fees in the amount of \$226,982.50 and expenses in the amount of \$28,952.54 from the Bankruptcy Estate accounts of the Debtors as designated in the Court's Order. [ECF No. 125].

15. On October 31, 2022, PC&P filed its *Second Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the*

Time Period of May 1, 2022 to September 30, 2022, with the Court (“**Second Fee Application**”). [ECF No. 189].

16. On December 6, 2022, the Court entered its *Order Granting Second Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of May 1, 2022 to September 30, 2022*, authorizing the Trustee to pay to PC&P as an administrative expense, hourly fees in the amount of \$259,247.00 and expenses in the amount of \$6,145.75 from the Bankruptcy Estate accounts of the Debtors as designated in the Court’s Order. [ECF No. 211].

17. On March 3, 2023, PC&P filed its *Third Interim Application for Allowance of Legal Fees and Expenses for Pullman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of October 1, 2022 to January 31, 2023*, with the Court (“**Third Fee Application**”). [ECF No. 260].

18. On April 6, 2023, the Court entered its *Order Granting in Part Third Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of October 1, 2022 to January 31, 2023*, authorizing the Trustee to pay to PC&P as an administrative expense, interim hourly fees in the amount of \$309,885.00 and expenses in the amount of \$29,860.29 from the Bankruptcy Estate accounts of the Debtors as designated in the Court’s Order. The Court ordered that the amount of the fees for redacted time entries found in the detailed time descriptions attached to the Third Fee Application (“**Redacted Time Entries**”) should be disallowed as the Court was then unable to assess the reasonableness and necessity of the services performed. The amount of the partial award of interim fees thus reflected PC&P’s requested interim fees of \$324,644.00 less \$14,759.00, the amount of the Redacted Time Entries. The Court further ordered that its Order was without

prejudice to PC&P in a subsequent application seeking recovery of the Redacted Time Entries. [ECF No. 272].

19. On July 3, 2023, PC&P filed its *Fourth Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Periods of February 1, 2023 to May 31, 2023*, with the Court (“**Fourth Fee Application**”). [ECF No. 282].

20. On August 1, 2023, the Court entered its *Order Granting in Part Fourth Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Periods of February 1, 2023 to May 31, 2023*, authorizing the Trustee to pay to PC&P as an administrative expense, interim hourly fees in the amount of \$231,544.50 and expenses in the amount of \$8,544.81 from the Bankruptcy Estate accounts of the Debtors as designated in the Court’s Order. [ECF No. 286]. The Court ordered that the amount of the fees for certain time entries found in the detailed time descriptions attached to the Third Fee Application (“**Clerical Time Entries**”), should be disallowed. The amount of the partial award of interim fees thus reflected PC&P’s requested interim fees of \$232,556.50 less \$1,012.00, the amount of the Clerical Time Entries.

21. On November 3, 2023, PC&P filed its *Fifth Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Periods of June 1, 2023 to September 30, 2023*, with the Court (“**Fifth Fee Application**”). [ECF No. 306].

22. On November 28, 2023, the Court entered its *Order Granting Fifth Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period June 1, 2023 to September 30, 2023*, authorizing the

Trustee to pay PC&P as an administrative expense, interim hourly fees in the amount of \$193,362.50 and all expenses in the amount of \$8,713.62 from the Bankruptcy Estate accounts of the Debtors as designated in the Court's Order. [ECF No. 309].

23. On March 4, 2024, PC&P filed its *Sixth Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of October 1, 2023 to January 31, 2024*, with the Court ("**Sixth Fee Application**"). [ECF No. 323].

24. On April 1, 2024, the Court entered its *Order Granting Sixth Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period October 1, 2023 to January 31, 2024*, authorizing the Trustee to pay PC&P as an administrative expense, interim hourly fees in the amount of \$63,745.00 and all expenses in the amount of \$3,484.87 from the Bankruptcy Estate accounts of the Debtors as designated in the Court's Order. [ECF No. 326].

25. On June 19, 2024, PC&P filed its *Seventh Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of February 1, 2024 to May 31, 2024*, with the Court ("**Seventh Fee Application**"). [ECF No. 330].

26. On July 19, 2024, the Court entered its *Order Granting Seventh Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period February 1, 2024 to May 31, 2024*, authorizing the Trustee to pay PC&P as an administrative expense, interim hourly fees in the amount of \$75,515.00 and all expenses in the amount of \$4,852.47 from the Bankruptcy Estate accounts of the Debtors as designated in the Court's Order. [ECF No. 332].

III. APPLICATION FOR HOURLY SERVICES

27. PC&P has provided legal services and expended 83.10 hours from June 1, 2024 to November 30, 2024 (the “**Application Period**”), totaling \$28,020.00 in fees representing the Trustee. The average hourly rate for this fee application was \$337.18 per hour.

28. During the six-month Application Period, lawyers from PC&P on behalf of the Trustee:

- a) Drafted motions and stipulations for dismissal of settled adversary proceedings brought by Trustee;
- b) Drafted demand for payment of default judgement in the PGH Advisors adversary proceeding;
- c) Appeared for hearing, drafted motion to continue status conference, requests for productions, and settlement offer in connection with the Mark Zabinski adversary proceeding;
- d) Drafted motion for default judgment in Premier Group Enterprises adversary proceeding;
- e) Communicated and negotiated with attorneys for the Securities and Exchange Commission; and
- f) Drafted Rule 26 disclosures, conferred with opposing counsel, conducted legal research, discovery, and drafted motions in connection with the adversary action brought by Trustee against Carlile, Patchen & Murphy, LLP, a law firm that represented Debtor in connection with certain matters involving preparation and approval of Debtor’s private placement memoranda.

29. Below is a chart summarizing fees, expenses and hours expended in the Bankruptcy Case by PC&P by matter number.

PC&P Matter No.	Matter Description	Debtor Estate	Fees	Expenses	Hours
1934.001	Main Bankruptcy Case	Policy Services, Inc. Case No. 21-51513	\$7,875.00	\$1,046.36	20.90

1934.002	SEC Matter	deeproot Funds, LLC, Case No. 21-51521	\$1,710.00	\$0.00	3.50
1934.003	CCW Matter	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.004	Ohana Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.005	Cycladic Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.006	Jill R. Winn Net Winner	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.007	Mueller Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.008	Net Winners Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.009	Nationwide Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.010	Pinball Matter	deeproot Tech, LLC, Case No. 21-51520	\$0.00	\$0.00	0.00
1934.011	Finders Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.012	Financial Horizons Concepts Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.013	Kenneth & Brownie Martin Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.014	David & Mary Medlang Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.015	Financial Partners of America Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.016	INF Solutions LLC Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.017	GM Consultants Group Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.018	Candice Gillen Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.019	Alice Snell Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.020	Carl & Paula Jarnecke/Trust Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.021	D. Stien/Fidelity Mutual Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.022	McNamara Cap. Investmt Grp Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00

1934.023	PGH Advisors Finder	Policy Services, Inc., Case No. 21-51513	\$920.00	\$5.00	3.10
1934.024	Jacob Proux Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.025	John M Vizzy Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.026	Mark Zabinski Finder	Policy Services, Inc., Case No. 21-51513	\$2,955.00	\$0.00	8.00
1934.027	CMB/Wiley Carter Finder	Policy Services, Inc., Case No. 21-51513	\$560.00	\$60.00	3.20
1934.028	Purpose Driven Fin. Servs. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.029	Premier Group Enterpr. Finder	Policy Services, Inc., Case No. 21-51513	\$2,272.50	\$0.00	13.90
1934.030	Dennis Wirth, Agent Adv. Grp. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.031	Michael Cales Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.032	George M Villa Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.033	Randy Seymour Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.034	Raul T Gomez Finder	Policy Services, Inc., Case No. 21-51513	\$232.50	\$0.00	0.60
1934.035	RD and J, Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.036	David Rosen Finder	Policy Services, Inc., Case No. 21-51513	\$77.50	\$0.00	0.20
1934.037	Bob Patrick Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.038	Crissman Crombie Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.039	Agents Insur. Sales & Svv. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.040	Hart Financial Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.041	Savings Options & Solutions Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.042	Shantell Wright Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00

1934.043	Steven Fortier Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.044	David Obman Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.045	Scott Nazarino Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.046	Senior Insurance Service Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.047	Safe Money Solutions Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.048	CWB Investment Advisors Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.049	Dianne McClish Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.050	Blanchard & Assoc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.051	Azar Parchami Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.052	Great Lakes Wealth Mgmt Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.053	Domonic Cotton Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.054	Flemming Financial Serv. Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.055	Gregory Talbot Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.056	Jack Nace Finder	Policy Services, Inc., Case No. 21-51513	\$82.50	\$0.00	0.30
1934.057	G-Force Technical Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.059	Amercian Express Co. Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.060	TuYo v. Transamerica Life Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.061	Carlile, Patchen & Murphy Matter	Policy Services, Inc., Case No. 21-51513	\$11,335.00	\$0.00	29.40
1934.062	JP Morgan Chase Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
	Total:		\$28,020.00	\$1,111.36	83.10

Attached hereto as Exhibit D-1 through D-62 are copies of billing invoices itemizing the fees and expenses incurred by PC&P in each of the sixty-two matters, by date and billing category.

A. Summary of Services Rendered in the Bankruptcy Case by Category
PC&P Matter Nos. 1934.001 – 1934.062

Category	Description	Hours	Amount
B130	Asset Disposition	0.30	\$150.00
B160	Fee/Employment Applications	20.60	\$7,725.00
B190	Other Contested Matters (excluding assumption/rejection motions)	62.20	\$20,145.00
	Total:	83.10	\$28,020.00

i. Fee/Employment Applications (B160)

30. Services rendered in this category involved drafting the Seventh Fee Application, which PC&P filed with the Court on June 19, 2024 [ECF No. 330], and this Eighth Fee Application.

31. PC&P expended a total of 20.60 hours in the main bankruptcy case, which resulted in total charges of \$7,725.00 for services rendered in this project category. The detailed time descriptions for this category are included in Exhibit D-1.

ii. Other Contested Matters (excluding assumption/rejection motions) (B190)

32. Services rendered in this category include the administration of adversary actions brought by lawyers with PC&P on behalf of the Trustee, preparing and responding to discovery requests, attending hearings, communicating with opposing counsel, and collecting on default judgements.

33. PC&P expended a total of 62.20 hours, which resulted in total charges of \$20,145.00 for services rendered in this project category. The detailed time descriptions for this category are included in Exhibits D-1 through D-62.

B. Matters Relating to the SEC

PC&P Matter No. 1934.002 (Estate: deeproot Funds, LLC, Case No. 21-51521)

34. Services rendered by lawyers from PC&P relating to the SEC and the SEC Case (the “**SEC Matter**”) include video and telephone conferences with SEC attorneys, telephone conferences with Trustee.

35. In connection with the SEC Matter, PC&P expended a total of 3.5 hours, which resulted in total charges of \$1,710.00. The detailed time descriptions for this matter are included in Exhibit D-2.

C. Matters Relating to Adversary Proceedings – Finders

PC&P Matter No. 1934.011, 1934.012, 1934.016, 1934.023, 1934.026, 1934.027, 1934.029-1934.031, 1934.035, 1934.047, 1934.049, 1934.050, 1934.053, and 1934.056 (Estate: Policy Services, Inc.)

36. These matters (the “**Finders Matters**”) concern thirty-three (33) adversary proceedings brought by the Trustee against those individuals and companies who are referred to in Debtors’ records as finders (the “**Finders**”) to recover commissions paid by Debtor, Policy Services, Inc., totaling approximately \$6,133,804.49. The Finders are individuals and companies (primarily investment advisers or insurance agents/agencies) who contracted with Debtors to find individual investors willing to invest in one or more of the deeproot investment funds. The Finders received commissions from the Debtors based on the amount of funds invested by the individual investors in the deeproot Funds. These commissions constitute avoidable transfers recoverable by the Trustee under 11 U.S.C. §§ 548, 544, 550 (and applicable provisions of the Texas Uniform Fraudulent Transfer Act).

37. As of September 30, 2023, lawyers from PC&P had successfully negotiated settlements with Finders, recovering \$329,494.29 on behalf of the Estates, and had obtained default judgments in eleven Finders Matters in the total amount of \$1,697,963.22.

38. During this Application Period, Lawyers from PC&P appeared at status conferences, conferred with opposing counsel, drafted motions, demand letters, and post judgment discovery.

39. In connection with the Finders Matters, PC&P expended a total of 29.30 hours, which resulted in total charges of \$7,100.00. Detailed descriptions of these matters are included in Exhibits D-23, D-26, D-27, D-29 – D-34, D-36, and D-56.

D. Matters Relating to Carlile, Patchen & Murphy, LLP
PC&P Matter No. 1934.061 (Estate of Policy Services, Inc.)

40. This matter (the “**CPM Matter**”) concerns an adversary proceeding against Carlile, Patchen & Murphy, LLP (“**CPM**”), a law firm that represented Debtor in connection with certain matters involving preparation and approval of private placement memoranda concerning the Funds.

41. Services rendered by lawyers from PC&P included the drafting of Rule 26 disclosures, communications with opposing counsel, discovery, and drafting motions.

42. In connection with the CPM Matter, PC&P expended a total of 29.40 hours, which resulted in total charges of \$11,335.00. The detailed description of this matter is included in Exhibit D-61

E. Reimbursement of Expenses

43. PC&P also files this Eighth Fee Application seeking reimbursement of the reasonable out-of-pocket expenses incurred during the Application Period, in the amount of \$1,111.36. The total expenses incurred by matter are included on the chart found in paragraph 28, above. An itemization report of the expenses incurred by matter is provided in each of Exhibits D-1 through D-62. All expenses for which compensation is requested by PC&P were incurred for and on behalf of the Trustee, and not on behalf of any committee, creditor, or other person.

F. Allocation of Fees by Matter.

44. Trustees' counsel has allocated the time expenses by the matters discussed above. For the most part, legal fees and expenses associated with a particular estate are allocated to that estate. For example, fees and expenses associated with adversary proceedings brought against Finders are allocated to the estate of Policy Services, Inc., as the monies received by Finders were paid from Policy Services' bank accounts; fees and expenses associated with adversary proceedings brought against Net Winners are allocated to the estate of deeproot Funds, LLC, as the monies received by Net Winners were paid from deeproot Funds, LLC's bank accounts; and fees and expenses related to general case administration matters are allocated to Policy Services, Inc.

45. This is the Eighth Fee Application for fees and expenses filed by PC&P. This Eighth Fee Application requests approval of interim fees in the amount of \$28,020.00 and interim expenses in the amount of \$1,111.36, for a total allowed amount of \$29,131.36 in interim hourly fees and expenses.

IV. Authorities and Argument

46. The statutory predicates for the relief sought by this Seventh Fee Application are §§ 328(a) and 330 of the Bankruptcy Code.

47. Bankruptcy Code § 330(a) provides that in determining the amount of reasonable compensation to be awarded, a Court shall consider the nature, the extent, and the value of the services rendered by the professional, while taking into account the relevant factors, including the following:

- The time spent on such services;
- The rates charged for such services;

- Whether the services were necessary to the administration of, or beneficial at the time which the service was rendered, toward the completion of the chapter 11 case;
- Whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issues or task addressed;
- With respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- Whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than chapter 11 cases.

11 U.S.C. § 330(a)(3). *See also Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833, 850 (3d Cir. 1994) (noting Bankruptcy Code’s policy of providing adequate compensation and stating that “Congress rather clearly intended to provide sufficient economic incentive to lure competent bankruptcy specialists to practice in the bankruptcy courts.”) (citation and internal quotation marks omitted). *see also In re Woerner*, 783 F.3d 266, 274 (5th Cir. 2015) (“[Section 330] permits a court to compensate an attorney not only for activities that were ‘necessary,’ but also for good gambles—that is, services that were objectively reasonable at the time they were made—even when those gambles do not produce an ‘identifiable, tangible, and material benefit.’”) (citations and internal quotation marks omitted); *see also In re Pilgrim’s Pride Corp.*, 690 F.3d 650 (5th Cir. 2012) (reaffirming that bankruptcy courts have discretion to enhance professional fees in extraordinary cases).

48. The fees incurred by PC&P in representing the Trustee were reasonable and necessary for the administration of the Bankruptcy Case. As reflected in the attached Exhibits D-1 through D-62, PC&P has avoided unnecessary additional legal services and duplication of effort while striving to ensure the highest quality of legal representation.

49. The fees incurred by PC&P were for reasonable and necessary legal work that does not fall within the scope of the Trustee's administrative duties. *See In re: Sharon Sylvester*, 23 F.4th 543, 548 (5th Cir. 2022).

50. PC&P performed these services within a reasonable period of time by professionals that have significant experience in bankruptcy cases. The rates charged by PC&P for this matter are comparable to the rates charged by PC&P in non-bankruptcy matters.

51. The PC&P professionals who have worked on this case during the Application Period are:

Name	Bar Admission Date	Rate	Hours expended on case	Fees requested in the Seventh Fee Application
Randall A. Pulman	Nov. 1, 1986	\$500.00	11.00	\$5,500.00
Leslie S. Hyman	Jun. 1, 1995	\$450.00	14.30	\$6,435.00
W. Drew Mallender	Oct. 1, 1992	\$375.00	20.60	\$7,725.00
Anna K. MacFarlane	Oct. 25, 2019	\$275.00	21.60	\$5,940.00
Amanda Ornelas	Oct. 30, 2020	\$175.00	3.20	\$560.00
Janell Thompson	Law Clerk	\$150.00	12.40	\$1,860.00
		Total:	83.10	\$28,020.00

PC&P has met the requirements of § 330(a) of the Bankruptcy Code, and the Court should award the fees and expenses sought in this Eighth Fee Application.

52. The out-of-pocket expenses incurred by PC&P have been billed only for expenses actually incurred by PC&P. Accordingly, charges for expenses such as courier fees, filing fees, outside copy service, parking, travel, postage, meals, charges for public records and transcription services are billed at the actual cost to PC&P. PC&P is generally billed a flat monthly fee for legal research through Westlaw, and such charges are allocated based on actual usage to PC&P's clients.

53. PC&P submits that this Eighth Fee Application complies with §§ 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Bankruptcy Local Rules, and the United States Trustee Guidelines.

54. Detailed applications for compensation are required by the Bankruptcy Code, Local Rules, and applicable case law. This Eighth Fee Application has served the additional purpose of informing the Court and the creditors of the status of the case and the activities of the attorneys involved. The time spent preparing this Eighth Fee Application is compensable. *See* 11 U.S.C. § 330(a)(6).

55. The Trustee has reviewed this Eighth Fee Application and has approved the requested amounts and the allocation thereof.

WHEREFORE, PC&P prays that upon consideration hereof, this Court enter an Order (i) approving PC&P's request for interim fees in the amount of \$28,020.00 in fees and \$1,111.36 in related expenses, for a total of \$29,131.36, (ii) authorizing the Trustee to immediately pay PC&P from the appropriate Estate Account the allowed amount of \$29,131.36 for the fees and expenses that have been incurred to date, and (iii) granting such other and further relief as the Court finds appropriate to grant.

Dated: December 31, 2024

Respectfully submitted,

PULMAN, CAPPUCCIO & PULLEN, LLP
2161 NW Military Highway, Suite 400
San Antonio, Texas 78213
(210) 222-9494 Telephone
(210) 892-1610 Facsimile

By: /s/ Randall A. Pulman
Randall A. Pulman
Texas State Bar No. 16393250
rpulman@pulmanlaw.com

**ATTORNEYS FOR JOHN PATRICK LOWE,
CHAPTER 7 TRUSTEE FOR THE JOINTLY
ADMINISTERED BANKRUPTCY ESTATES OF
DEEPROOT CAPITAL MANAGEMENT, LLC,
ET AL.**

CERTIFICATE OF SERVICE

I hereby certify that on the 31st day of December, 2024, I electronically filed the foregoing document using the CM/ECF system, which will serve the document on the following list of parties in interest and parties requesting notice. A copy of the notice/summary (Exhibit B) of this Eighth Interim Fee Application will be mailed via US First Class Mail to the parties on the limited-service list in this case, and a supplemental certificate of service will be filed to evidence compliance.

Via Counsel CM/ECF:

catherine.curtis@wickphillips.com
jason.rudd@wickphillips.com

Policy Services, Inc.
deeproot Pinball, LLC
deeproot Growth Runs Deep Fund, LLC
deeproot 575 Fund, LLC
deeproot 3 Year Bonus Income Fund, LLC
deeproot BonusGrowth 5 Year Debenture Fund, LLC
deeproot Tech, LLC
deeproot Funds, LLC
deeproot Studios, LLC
deeproot Capital Management, LLC
12621 Silicon Dr.
San Antonio, TX 78249

Via Counsel Via CM/ECF:

catherine.curtis@wickphillips.com;
jason.rudd@wickphillips.com

Wizard Mode Media, LLC
12227 S. Business Park Drive, Suite 130
Draper, UT 84020

Via CM/ECF: pat.lowe.law@gmail.com

John Patrick Lowe
2402 East Main Street
Uvalde, TX 78801

Via CM/ECF:

catherine.curtis@wickphillips.com;
jason.rudd@wickphillips.com

Catherine A. Curtis/Jason M. Rudd
WICK PHILLIPS GOULD & MARTIN, LLP
3131 McKinney Ave, Suite 500
Dallas, TX 75204

Via CM/ECF:

USTPRegion07.SN.ECF@usdoj.gov
Aubrey.thomas@usdoj.gov

United States Trustee - SA12
US TRUSTEE'S OFFICE (Aubrey Thomas)
615 E Houston, Suite 533
San Antonio, TX 78295-1539

Via CM/ECF: don.stecker@lgbs.com

Don Stecker
Linebarger Goggan et al.
112 E. Pecan, Suite 2200
San Antonio, TX 78205

Via CM/ECF: rbattaglia@outlook.com

Raymond W. Battaglia
LAW OFFICES OF RAY BATTAGLIA, PLLC
66 Granburg Circle
San Antonio, TX 78218

Via CM/ECF: jpetree@mcsllaw.com

Jonathan Petree
MCGUIRE, CRADDOCK & STROTHER, P.C.
500 N. Akard Street Suite 2200
Dallas, TX 75201

Via CM/ECF: jdunne@smfadlaw.com

John C. Dunne
SHANNON, MARTIN et al.
1001 McKinney Street #1100
Houston, TX 77002

Via CM/ECF: bk-cmurphy@oag.texas.gov

Texas Workforce Commission
c/o Christopher S. Murphy
TEXAS ATTORNEY GENERAL'S OFFICE
PO Box 12548
Austin, TX 78711

Via CM/ECF: pautry@branscomblaw.com

Patrick H. Autry
BRANSCOMB PLLC
4630 N. Loop 1604 West, Suite 206
San Antonio, TX 78249

Via CM/ECF: lmjurek@jureklaw.com

Lynne M. Jurek
THE JUREK LAW GROUP, PLLC
4309 Yoakum Blvd.
Houston, TX 77006

Via CM/ECF: achale@halewoodlaw.com

Craig Hale
HALE | WOOD PLLC
4766 Holladay Blvd.
Holladay, Utah 84117

Via CM/ECF:

stephen.humeniuk@lockelord.com

Stephen J. Humeniuk
LOCKE LORD LLP
600 Congress Avenue, Suite 2200
Austin, TX 78701

Via CM/ECF:

tcunningham@lockelord.com

Thomas J. Cunningham
LOCKE LORD LLP
777 S. Flalger Dr., Suite 215
West Palm Beach, FL

Via CM/ECF:

jkathman@spencerfane.com

msegura@spencerfane.com

Jason Kathman
Misty Segura
Spencer Fane, LLP
5700 Granite Parkway, Suite 650
Plano, Texas 75024

/s/ Randall A. Pulman

Randall A. Pulman

EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE:	§	
	§	
DEEPROOT CAPITAL MANAGEMENT,	§	
LLC, ET AL., ¹	§	BANKRUPTCY No. 21-51523-MMP
	§	LEAD CASE
DEBTORS.	§	JOINTLY ADMINISTERED

**ORDER GRANTING
EIGHTH INTERIM APPLICATION FOR ALLOWANCE OF LEGAL FEES AND EXPENSES
FOR PULMAN, CAPPUCCIO & PULLEN, LLP, AS COUNSEL TO THE TRUSTEE
FOR THE TIME PERIOD OF JUNE 1, 2024 TO NOVEMBER 30, 2024**

Came on for consideration the *Eighth Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of June 1, 2024 to November 30, 2024* (“**Eighth Interim Application**”). The Court has considered the Eighth Interim Application and finds that the fees and expenses represent reasonable

¹ The jointly administered chapter 7 cases, along with their respective case numbers and the last four digits of each Debtor's federal tax identification number, are: In Re: Policy Services, Inc. 21-51513 (2864), In Re: Wizard Mode Media, LLC, 21-51514 (3205), In Re: deeproot Pinball LLC, 21-51515 (0320), In Re: deeproot Growth Runs Deep Fund, LLC, 21-51516 (8046), In Re: deeproot 575 Fund, LLC, 21-51517 (9404), In Re: deeproot 3 Year Bonus Income Debenture Fund, LLC, 21-51518 (7731), In Re: deeproot Bonus Growth 5 Year Debenture Fund, LLC, 21-51519 (9661), In Re: deeproot Tech LLC, 21-51520 (9043), In Re: deeproot Funds LLC, 21-51521 (9404), In Re: deeproot Studios LLC, 21-51522 (6283), and In Re: deeproot Capital Management, LLC, 21-51523 (2638), each a “**Bankruptcy Estate**” and collectively, “**Bankruptcy Estates**”.

compensation for actual and necessary services, and reimbursement for actual, necessary expenses. After considering the pleadings, the Court also finds that (i) it has jurisdiction over the matters raised in the Eighth Interim Application pursuant to 28 U.S.C. § 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) proper and adequate notice of the Eighth Interim Application has been given and that no other or further notice is necessary; (iv) all objections to the Eighth Interim Application have been resolved by this Order or are overruled in their entirety; and (v) upon the record herein after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein.

IT IS THEREFORE ORDERED that the Eighth Interim Application pursuant to 11 U.S.C. § 330 is hereby **GRANTED**;

IT IS FURTHER ORDERED that the fees in connection with the legal services described in the Eighth Interim Application are allowed. All interim fees in the amount of \$28,020.00 and all expenses in the amount of \$1,111.36, for the allowance of a total of \$29,131.36 in hourly fees and costs, shall be an administrative expense of the respective Bankruptcy Estates² as outlined in the Eighth Interim Application.

IT IS FURTHER ORDERED the Trustee is authorized to immediately pay PC&P in connection with the hourly services provided, fees and expenses totaling \$29,131.36 from the specific Bankruptcy Estate accounts, as designated in the chart attached hereto as Exhibit 1.

IT IS FURTHER ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

###

² Capitalized terms shall have the meaning ascribed to them in the Eighth Interim Application.

Submitted by:

Randall A. Pulman
Texas State Bar No. 16393250
rpulman@pulmanlaw.com
PULMAN, CAPPuccio & PULLEN, LLP
2161 NW Military Highway, Suite 400
San Antonio, Texas 78213
www.pulmanlaw.com
(210) 222-9494 Telephone
(210) 892-1610 Facsimile

**ATTORNEYS FOR JOHN PATRICK LOWE,
CHAPTER 7 TRUSTEE FOR THE JOINTLY ADMINISTERED
BANKRUPTCY ESTATES OF DEEPROOT CAPITAL
MANAGEMENT, LLC, *ET AL.***

EXHIBIT 1

PC&P Matter No.	Matter Description	Debtor Estate	Fees	Expenses	Hours
1934.001	Main Bankruptcy Case	Policy Services, Inc. Case No. 21-51513	\$7,875.00	\$1,046.36	20.90
1934.002	SEC Matter	deeproot Funds, LLC, Case No. 21-51521	\$1,710.00	\$0.00	3.50
1934.003	CCW Matter	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.004	Ohana Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.005	Cycladic Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.006	Jill R. Winn Net Winner	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.007	Mueller Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.008	Net Winners Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.009	Nationwide Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.010	Pinball Matter	deeproot Tech, LLC, Case No. 21-51520	\$0.00	\$0.00	0.00
1934.011	Finders Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.012	Financial Horizons Concepts Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.013	Kenneth & Brownie Martin Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.014	David & Mary Medlang Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.015	Financial Partners of America Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.016	INF Solutions LLC Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.017	GM Consultants Group Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.018	Candice Gillen Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00

1934.019	Alice Snell Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.020	Carl & Paula Jarnecke/Trust Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.021	D. Stien/Fidelity Mutual Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.022	McNamara Cap. Investmt Grp Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.023	PGH Advisors Finder	Policy Services, Inc., Case No. 21-51513	\$920.00	\$5.00	3.10
1934.024	Jacob Proux Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.025	John M Vizy Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.026	Mark Zabinski Finder	Policy Services, Inc., Case No. 21-51513	\$2,955.00	\$0.00	8.00
1934.027	CMB/Wiley Carter Finder	Policy Services, Inc., Case No. 21-51513	\$560.00	\$60.00	3.20
1934.028	Purpose Driven Fin. Servs. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.029	Premier Group Enterpr. Finder	Policy Services, Inc., Case No. 21-51513	\$2,272.50	\$0.00	13.90
1934.030	Dennis Wirth, Agent Adv. Grp. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.031	Michael Cales Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.032	George M Villa Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.033	Randy Seymour Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.034	Raul T Gomez Finder	Policy Services, Inc., Case No. 21-51513	\$232.50	\$0.00	0.60
1934.035	RD and J, Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.036	David Rosen Finder	Policy Services, Inc., Case No. 21-51513	\$77.50	\$0.00	0.20
1934.037	Bob Patrick Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.038	Crissman Crombie Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00

1934.039	Agents Insur. Sales & Svv. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.040	Hart Financial Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.041	Savings Options & Solutions Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.042	Shantell Wright Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.043	Steven Fortier Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.044	David Obman Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.045	Scott Nazarino Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.046	Senior Insurance Service Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.047	Safe Money Solutions Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.048	CWB Investment Advisors Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.049	Dianne McClish Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.050	Blanchard & Assoc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.051	Azar Parchami Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.052	Great Lakes Wealth Mgmt Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.053	Domonic Cotton Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.054	Flemming Financial Serv. Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.055	Gregory Talbot Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.056	Jack Nace Finder	Policy Services, Inc., Case No. 21-51513	\$82.50	\$0.00	0.30
1934.057	G-Force Technical Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.059	Amercian Express Co. Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.060	TuYo v. Transamerica Life Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00

1934.061	Carlile, Patchen & Murphy Matter	Policy Services, Inc., Case No. 21-51513	\$11,335.00	\$0.00	29.40
1934.062	JP Morgan Chase Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
	Total:		\$28,020.00	\$1,111.36	83.10

EXHIBIT B

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE:	§	
	§	
DEEPROOT CAPITAL MANAGEMENT, LLC, ET AL., ¹	§	BANKRUPTCY No. 21-51523-MMP
	§	LEAD CASE
DEBTORS.	§	JOINTLY ADMINISTERED

**NOTICE AND SUMMARY OF
EIGHTH INTERIM APPLICATION FOR ALLOWANCE OF LEGAL FEES AND EXPENSES
FOR PULMAN, CAPPUCCIO & PULLEN, LLP, AS COUNSEL TO THE TRUSTEE
FOR THE TIME PERIOD OF JUNE 1, 2024 TO NOVEMBER 30, 2024**

**THIS PLEADING REQUESTS RELIEF THAT MAY BE ADVERSE TO
YOUR INTERESTS.**

**IF NO TIMELY RESPONSE IS FILED WITHIN TWENTY-ONE (21) DAYS
FROM THE DATE OF SERVICE, THE RELIEF REQUESTED HEREIN
MAY BE GRANTED WITHOUT A HEARING BEING HELD.**

**A TIMELY FILED RESPONSE IS NECESSARY FOR A HEARING TO BE
HELD.**

- I. CLIENT: John Patrick Lowe, Chapter 7 Trustee
- II. REQUESTING APPLICATION / FIRM: Randall A. Pulman of Pulman, Cappuccio & Pullen, LLP, (“**PC&P**”) as counsel to the Trustee
- III. TOTAL AMOUNT OF INTERIM FEES AND COSTS REQUESTED: \$29,131.36
 - a. Fees: \$28,020.00
 - b. Expenses and Cost Advances (PC&P): \$1,111.36
 - d. Time period covered: 06/01/2024 – 11/30/2024

¹ The Jointly Administered chapter 7 cases, along with their respective case numbers and the last four digits of each Debtor's federal tax identification number, are: In Re: Policy Services, Inc. 21-51513 (2864), In Re: Wizard Mode Media, LLC, 21-51514 (3205), In Re: deeproot Pinball LLC, 21-51515 (0320), In Re: deeproot Growth Runs Deep Fund, LLC, 21-51516 (8046), In Re: deeproot 575 Fund, LLC, 21-51517 (9404), In Re: deeproot 3 Year Bonus Income Debenture Fund, LLC, 21-51518 (7731), In Re: deeproot Bonus Growth 5 Year Debenture Fund, LLC, 21-51519 (9661), In Re: deeproot Tech LLC, 21-51520 (9043), In Re: deeproot Funds LLC, 21-51521 (9404), In Re: deeproot Studios LLC, 21-51522 (6283), and In Re: deeproot Capital Management, LLC, 21-51523 (2638), each a “**Bankruptcy Estate**” and collectively, “**Bankruptcy Estates**”.

IV. BREAKOUT OF CURRENT APPLICATION

Name	Bar Admission Date	Rate	Hours expended on case	Fees requested in the Seventh Fee Application
Randall A. Pulman	Nov. 1, 1986	\$500.00	11.00	\$5,500.00
Leslie S. Hyman	Jun. 1, 1995	\$450.00	14.30	\$6,435.00
W. Drew Mallender	Oct. 1, 1992	\$375.00	20.60	\$7,725.00
Anna K. MacFarlane	Oct. 25, 2019	\$275.00	21.60	\$5,940.00
Amanda Ornelas	Oct. 30, 2020	\$175.00	3.20	\$560.00
Janell Thompson	Law Clerk	\$150.00	12.40	\$1,860.00
		Total:	83.10	\$28,020.00

MINIMUM FEE INCREMENTS: 0.1 HOURS

EXPENSES: \$1,111.36 (Filing Fees, Photocopying and Postage associated with providing notices to creditors)

AMOUNT ALLOCATED FOR PREPARATION OF THIS FEE APPLICATION: \$3,000.00

V. PRIOR APPLICATIONS: First Interim Fee Application, Second Interim Fee Application, Third Interim Fee Application, Fourth Interim Fee Application, Fifth Interim Fee Application, Sixth Interim Fee Application, and Seventh Interim Fee Application.

VI. OTHER CO-EQUAL OR ADMINISTRATIVE CLAIMANTS IN THIS CASE:

a. John Patrick Lowe, Chapter 7 Trustee (“**Trustee**”).

VII. RESULTS OBTAINED:

As reflected in the Eighth Interim Fee Application, PC&P has provided legal services and has obtained favorable results for the Bankruptcy Estates in connection with the services provided to the Bankruptcy Estates. Among other things, PC&P has: (1) Drafted motions and stipulations for dismissal of settled adversary proceedings brought by Trustee; (2) Drafted demand for payment of default judgement in the PGH Advisors adversary proceeding;; (3) Appeared for hearing, drafted motion to continue status conference, requests for productions, and settlement offer in connection with the Mark Zabinski adversary proceeding; (4) Drafted motion for default judgment in Premier Group Enterprises adversary proceeding; (5) Communicated and negotiated with attorneys for the Securities and Exchange Commission; and (6) Drafted Rule 26 disclosures, conferred with opposing counsel, conducted legal research, discovery, and drafted motions in connection with the adversary action brought by Trustee against Carlile, Patchen & Murphy, LLP, a law firm that represented Debtor in connection with certain matters involving preparation and approval of Debtor’s private placement memoranda.

Below is a chart summarizing fees, expenses and hours expended in the Bankruptcy Case by PC&P by matter number.

PC&P Matter No.	Matter Description	Debtor Estate	Fees	Expenses	Hours
1934.001	Main Bankruptcy Case	Policy Services, Inc. Case No. 21-51513	\$7,875.00	\$1,046.36	20.90
1934.002	SEC Matter	deeproot Funds, LLC, Case No. 21-51521	\$1,710.00	\$0.00	3.50
1934.003	CCW Matter	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.004	Ohana Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.005	Cycladic Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.006	Jill R. Winn Net Winner	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.007	Mueller Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.008	Net Winners Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.009	Nationwide Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.010	Pinball Matter	deeproot Tech, LLC, Case No. 21-51520	\$0.00	\$0.00	0.00
1934.011	Finders Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.012	Financial Horizons Concepts Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.013	Kenneth & Brownie Martin Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.014	David & Mary Medlang Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.015	Financial Partners of America Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.016	INF Solutions LLC Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.017	GM Consultants Group Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.018	Candice Gillen Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.019	Alice Snell Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00

1934.020	Carl & Paula Jarnecke/Trust Net Winner	deeproot Funds, LLC, Case No. 21-51521	\$0.00	\$0.00	0.00
1934.021	D. Stien/Fidelity Mutual Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.022	McNamara Cap. Investmt Grp Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.023	PGH Advisors Finder	Policy Services, Inc., Case No. 21-51513	\$920.00	\$5.00	3.10
1934.024	Jacob Proux Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.025	John M Vizy Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.026	Mark Zabinski Finder	Policy Services, Inc., Case No. 21-51513	\$2,955.00	\$0.00	8.00
1934.027	CMB/Wiley Carter Finder	Policy Services, Inc., Case No. 21-51513	\$560.00	\$60.00	3.20
1934.028	Purpose Driven Fin. Servs. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.029	Premier Group Enterpr. Finder	Policy Services, Inc., Case No. 21-51513	\$2,272.50	\$0.00	13.90
1934.030	Dennis Wirth, Agent Adv. Grp. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.031	Michael Cales Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.032	George M Villa Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.033	Randy Seymour Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.034	Raul T Gomez Finder	Policy Services, Inc., Case No. 21-51513	\$232.50	\$0.00	0.60
1934.035	RD and J, Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.036	David Rosen Finder	Policy Services, Inc., Case No. 21-51513	\$77.50	\$0.00	0.20
1934.037	Bob Patrick Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.038	Crissman Crombie Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.039	Agents Insur. Sales & Svv. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00

1934.040	Hart Financial Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.041	Savings Options & Solutions Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.042	Shantell Wright Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.043	Steven Fortier Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.044	David Obman Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.045	Scott Nazarino Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.046	Senior Insurance Service Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.047	Safe Money Solutions Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.048	CWB Investment Advisors Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.049	Dianne McClish Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.050	Blanchard & Assoc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.051	Azar Parchami Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.052	Great Lakes Wealth Mgmt Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.053	Domonic Cotton Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.054	Flemming Financial Serv. Inc. Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.055	Gregory Talbot Finder	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.056	Jack Nace Finder	Policy Services, Inc., Case No. 21-51513	\$82.50	\$0.00	0.30
1934.057	G-Force Technical Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.059	Amercian Express Co. Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.060	TuYo v. Transamerica Life Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
1934.061	Carlile, Patchen & Murphy Matter	Policy Services, Inc., Case No. 21-51513	\$11,335.00	\$0.00	29.40

1934.062	JP Morgan Chase Matter	Policy Services, Inc., Case No. 21-51513	\$0.00	\$0.00	0.00
	Total:		\$28,020.00	\$1,111.36	83.10

Dated: December 31, 2024

Respectfully submitted,

PULMAN, CAPPUCCIO & PULLEN, LLP
2161 NW Military Highway, Suite 400
San Antonio, Texas 78213
www.pulmanlaw.com
(210) 222-9494 Telephone
(210) 892-1610 Facsimile

By: /s/Randall A. Pulman
Randall A. Pulman
Texas State Bar No. 16393250
rpulman@pulmanlaw.com

**ATTORNEYS FOR JOHN PATRICK LOWE,
CHAPTER 7 TRUSTEE**

EXHIBIT C



IT IS HEREBY ADJUDGED and DECREED that the below described is SO ORDERED.

Dated: January 20, 2022.


MICHAEL M. PARKER
UNITED STATES BANKRUPTCY JUDGE

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

IN RE:	§	
	§	
DEEPROOT CAPITAL MANAGEMENT,	§	
LLC, ET AL.,	§	BANKRUPTCY No. 21-51523-MMP
	§	
DEBTORS.	§	JOINTLY ADMINISTERED

ORDER ON THE APPLICATION OF TRUSTEE FOR AUTHORITY TO EMPLOY COUNSEL

Came on for consideration the *Application of Trustee for Authority to Employ Counsel* (the “**Application**”)¹ filed by John Patrick Lowe, the Chapter 7 Trustee (the “**Trustee**”) for the captioned jointly administered chapter 7 case. Based on the representations made in the Application and in the supporting *Affidavit of Randall A. Pulman in Support of the Application of Trustee for Authority to Employ Counsel*, the Court finds that (i) it has jurisdiction over the matters raised in the Application pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding

¹ Capitalized terms unless otherwise defined herein shall have the meaning as ascribed to them in the Application.

pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Application approving the employment of Pulman, Cappuccio & Pullen, LLP (“PC&P”) is in the best interest of the Estate and its creditors; (iv) PC&P holds no interest adverse to the Estate and is a disinterested person under 11 U.S.C. § 101(14); (v) proper and adequate notice of the Application has been given and no further notice is necessary; (vi) no objections to the Application have been filed; and (vii) based upon the record herein, after due deliberation, good and sufficient cause exists for the granting of the Application in all respects.

IT IS, THEREFORE, ORDERED that pursuant to section 327(a) of the Bankruptcy Code, the Trustee is authorized to employ PC&P with Randall A. Pulman to act as lead counsel to represent him as Trustee in this Case effective as of December 20, 2021, in accordance with the terms described in the Application, the engagement letter, and this Order, and to perform the services described below:

- a) to file pleadings with the court and to represent the Estate's interest in regard to any adversaries, appeals, or contested matters before this court and litigation in other courts, particularly with regard to the Estate's interest in various assets and the positions of secured and unsecured creditors, whether by motion, adversary action, turnover proceedings, or litigation activities of every description in other courts;
- b) to investigate, analyze, institute and prosecute actions regarding determination and recovery of property of the Estate, including investigation and prosecution of determination and lien perfection, avoidance litigation as well as collection and liquidation of assets of the Estate, to the extent such activities would be economically beneficial to the Estate;
- c) to assist the Trustee where necessary to negotiate and consummate non-routine sales or leases of the assets of the Estate, wherever they may be found, including sales free and clear of liens, claims and encumbrances, and to institute any necessary proceedings in regard thereto;
- d) to institute and prosecute non-routine objections to exemptions and non-routine objections to proofs of claim;
- e) to co-ordinate activities with the United States Trustee as appropriate in connection with issues of the integrity of the bankruptcy courts and procedures;

- f) to aid in the representation of the Trustee in any litigation against Trustee in Trustee's official capacity;
- g) to assist in resolution of sales of, and any title problems associated with, the Estate's property; and
- h) to collect any judgments that may be entered in favor of the Estate; and
- i) to assist in any other work requested by the Trustee.

IT IS FURTHER ORDERED that the Law Firm shall not be compensated by the bankruptcy Estate for performing duties required to be performed by the Trustee.

IT IS FURTHER ORDERED that if any supplemental declarations or affidavits are filed and served after entry of this Order, absent any objections within 21 days after the filing and service of such supplemental declarations or affidavits, PC&P's employment shall continue as authorized pursuant to this Order.

IT IS FURTHER ORDERED that PC&P shall be compensated upon appropriate application in accordance with Bankruptcy Code sections 330 and 331, the Federal Rules of Bankruptcy Procedure, and the Local Rules of Bankruptcy of the Western District of Texas.

IT IS FURTHER ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

###

SUBMITTED BY:

Randall A. Pulman
Texas State Bar No. 16393250
rpulman@pulmanlaw.com

Anna K. MacFarlane
Texas State Bar No. 24116701
amacfarlane@pulmanlaw.com

PULMAN, CAPPUCCIO & PULLEN, LLP
2161 NW Military Highway, Suite 400
San Antonio, Texas 78213
www.pulmanlaw.com

(210) 222-9494 Telephone

(210) 892-1610 Facsimile

**PROPOSED ATTORNEYS FOR JOHN PATRICK LOWE,
CHAPTER 7 TRUSTEE FOR THE JOINTLY ADMINISTERED CASE
OF IN RE DEEPROOT CAPITAL MANAGEMENT, LLC ET AL.**

EXHIBIT D-1

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263043
 Account No. 1934.001

Page: 1

Deeproot - Policy Services, Inc. Case No. 21-51513, et al

Interim Statement

Fees

				Rate	Hours	
06/05/2024	WDM B160	A103	Draft Seventh Interim Fee Application.	375.00	1.70	637.50
06/06/2024	WDM B160	A103	Draft Seventh Interim Fee Application. Review billing statements for accuracy and reasonableness.	375.00	2.00	750.00
06/07/2024	WDM B160	A103	Prepare spreadsheet analysis of fees and expenses in connection with 7th Interim Fee Application.	375.00	1.40	525.00
06/10/2024	WDM B160	A103	Prepare task code analysis for 7th Interim Fee Application.	375.00	2.10	787.50
	WDM B160	A103	Draft/edit 7th Interim Fee Application.	375.00	1.80	675.00
06/11/2024	WDM B160	A103	Draft/revise Notice & Summary, and proposed Order. Email 7th Interim Fee App, Notice, and Order to Trustee for review and approval.	375.00	1.80	675.00
06/18/2024	WDM B160	A103	Prepare exhibits to fee application for filing.	375.00	0.60	225.00
08/03/2024	RAP B130	A101	Telephone conference with Lowe regarding closing Florida Trust.	500.00	0.30	150.00
10/11/2024	WDM B160	A104	Review billing statements for accuracy and reasonableness - 8th Interim Fee App.	375.00	0.60	225.00

Lowe, Pat (dprt)

Statement No. 263043

Account No 1934.001

Deeproot - Policy Services, Inc. Case No. 21-51513

Page: 2

				Rate	Hours	
10/21/2024	WDM B160	A104	Review billing statements for accuracy and reasonableness - 8th Interim fee app.	375.00	1.00	375.00
10/22/2024	WDM B160	A103	Draft/revise 8th Interim Fee Application.	375.00	1.20	450.00
11/21/2024	WDM B160	A103	Draft 8th interim fee application.	375.00	2.00	750.00
			For Legal Services Rendered		16.50	6,225.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Randall A. Pulman	0.30	\$500.00	\$150.00
W. Drew Mallender	16.20	375.00	6,075.00

Advances

06/21/2024	B110	E108	Postage - Mailout of Summary 7th Fee App - Blend Document Technologies #58699B	1,046.36
			Total Advances	1,046.36
			Total Current Work	7,271.36
			Previous Balance	\$26,732.68
			Balance Due	<u>\$34,004.04</u>

Past Due Amounts

<u>0-30</u>	<u>31-60</u>	<u>61-90</u>	<u>91-120</u>	<u>121-180</u>	<u>181+</u>
7,271.36	0.00	0.00	0.00	0.00	26,732.68

Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B110	Case Administration	0.00	1046.36
B130	Asset Disposition	150.00	0.00
B160	Fee/Employment Applications	6075.00	0.00
B100	Administration	6,225.00	1,046.36

Invoices are payable upon receipt.

EXHIBIT D-25

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263044
 Account No. 1934.002

Page: 1

(deeproot funds) SEC v. Robert J. Mueller, Deeproot Funds, L

Interim Statement

Fees

					Rate	Hours	
06/20/2024	LSH	B190	A104	Review/analyze motion for entry of consent judgment and proposed consent judgment.	450.00	0.10	45.00
08/28/2024	RAP	B190	A109	Telephone conference with SEC's counsel regarding status of case and briefing.	500.00	0.50	250.00
	LSH	B190	A108	Video conference with SEC counsel and R. Pulman.	450.00	0.40	180.00
09/03/2024	RAP	B190	A108	Telephone conference with Lowe regarding receipt and disbursement reports for SEC.	500.00	0.20	100.00
09/04/2024	RAP	B190	A108	E-mail to SEC trustee ledgers.	500.00	0.20	100.00
11/14/2024	RAP	B190	A101	Review of Federal Indictment; telephone conference with Lowe regarding same.	500.00	0.50	250.00
	LSH	B190	A104	Obtain and review indictment of R. Mueller.	450.00	0.20	90.00
11/15/2024	RAP	B190	A109	Review of indictment; review of SEC Motion for Summary Judgment on remedies.	500.00	0.50	250.00
	RAP	B190	A109	Telephone conference with SEC attorney regarding civil stay due to indictment.	500.00	0.50	250.00
	RAP	B190	A109	Telephone conference with P. Lowe regarding civil stay due to criminal indictment.	500.00	0.20	100.00

Lowe, Pat (dprt)

Statement No. 263044
Account No 1934.002
Page: 2

(deeproot funds) SEC v. Robert J. Mueller, Deeprroo

				Rate	Hours	
LSH	B190	A105	Conference with R. Pulman regarding call with the SEC.	450.00	0.10	45.00
RAP	B190	A105	Confer with Leslie S. Hyman regarding call with SEC.	500.00	0.10	50.00
			For Legal Services Rendered		3.50	1,710.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Randall A. Pulman	2.70	\$500.00	\$1,350.00
Leslie Hyman	0.80	450.00	360.00

Total Current Work 1,710.00

Balance Due \$1,710.00

Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B190	Other Contested Matters (excluding assumption/rejection motions)	1710.00	0.00
B100	Administration	1,710.00	0.00

Invoices are payable upon receipt.

EXHIBIT D-3 through D-22

**No Fees or Expenses for
These Matters**

EXHIBIT D-23

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263045
 Account No. 1934.023

Page: 1

Claims against PGH Advisors - Finder

Interim Statement

Fees

				Rate	Hours	
07/31/2024	AKM B190	A101	Confer with Randall A. Pulman regarding collecting on default judgment.	275.00	0.10	27.50
	RAP B190	A101	Confer with AKM regarding default judgement.	500.00	0.10	50.00
09/08/2024	AKM B190	A101	Review of documents and emails in file; draft demand on MarGo Financial, LLC (purchaser of PGH Advisors, LLC).	275.00	1.10	302.50
10/01/2024	AKM B190	A101	Attention to returned mail; research additional addresses for demand.	275.00	0.50	137.50
	AKM B190	A101	Continue drafting letter to new recipient address; confer with Randall A. Pulman regarding same; oversee mailing.	275.00	0.50	137.50
	RAP B190	A101	Confer with AKM regarding demand.	500.00	0.20	100.00
10/11/2024	AKM B190	A101	Draft and send email to MarGo Financial regarding payments to Pat Lowe.	275.00	0.30	82.50
10/19/2024	AKM B190	A101	Emails to/from Pat Lowe regarding MarGo Financial payments.	275.00	0.30	82.50
			For Legal Services Rendered		3.10	920.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Randall A. Pulman	0.30	\$500.00	\$150.00
Anna K. MacFarlane	2.80	275.00	770.00

Advances

08/06/2024	B110	E106	Online research - TransUnion	5.00
			Total Advances	5.00
			Total Current Work	925.00
			Balance Due	<u>\$925.00</u>

Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B110	Case Administration	0.00	5.00
B190	Other Contested Matters (excluding assumption/rejection motions)	920.00	0.00
B100	Administration	920.00	5.00

Invoices are payable upon receipt.

EXHIBIT D-24 through D-25

**No Fees or Expenses for
These Matters**

EXHIBIT D-26

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263046
 Account No. 1934.026

Page: 1

Claims against Mark Zabinski - Finder

Interim Statement

Fees

					Rate	Hours	
06/03/2024	RAP	B190	A109	Appear for/attend status hearing.	500.00	0.50	250.00
	RAP	B190	A109	E-mail exchange with Mike Colvard regarding settlement discussions.	500.00	0.50	250.00
09/04/2024	AKM	B190	A101	Email from opposing counsel regarding agreeing to move docket call.	275.00	0.10	27.50
	AKM	B190	A101	Begin drafting joint motion to continue docket call.	275.00	0.30	82.50
09/05/2024	AKM	B190	A101	Continue drafting joint motion to continue docket call & proposed order; draft and send email to opposing counsel regarding same.	275.00	0.80	220.00
09/06/2024	AKM	B190	A101	Multiple emails to/from opposing counsel regarding joint motion to continue docket call.	275.00	0.50	137.50
	AKM	B190	A101	Continue drafting joint motion to continue docket call and proposed order to include docket call date; finalize for filing; oversee filing of same and notice of hearing regarding same.	275.00	0.50	137.50
10/02/2024	AKM	B190	A101	Review of district court order affirming denial of motion to compel arbitration appeal.	275.00	0.50	137.50
	AKM	B190	A101	Review of order granting motion to extend filing deadline for reply brief.	275.00	0.20	55.00

Lowe, Pat (dprt)

Statement No. 263046
Account No 1934.026
Page: 2

Claims against Mark Zabinski - Finder

				Rate	Hours	
	LSH	B190	A104	Review order affirming denial of motion to compel arbitration.	450.00	0.20 90.00
	RAP	B190	A107	Review of order confirming order denying Motion to Compel Arbitration; forward to Lowe.	500.00	1.00 500.00
10/03/2024	AKM	B190	A101	Review of order setting status hearing.	275.00	0.20 55.00
10/08/2024	RAP	B190	A104	Review of notice for status conference; review of e-mail regarding rescheduling.	500.00	0.20 100.00
10/10/2024	AKM	B190	A101	Preparing requests for production to Zabinski.	275.00	0.90 247.50
11/27/2024	AKM	B190	A101	Confer with Randall A. Pulman regarding status conference on 12/2.	275.00	0.10 27.50
	AKM	B190	A101	Review of emails regarding settlement offers.	275.00	0.50 137.50
	RAP	B190	A101	Review of settlement offer; forward to client; respond to same.	500.00	1.00 500.00
				For Legal Services Rendered		8.00 2,955.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Randall A. Pulman	3.20	\$500.00	\$1,600.00
Anna K. MacFarlane	4.60	275.00	1,265.00
Leslie Hyman	0.20	450.00	90.00

Total Current Work 2,955.00

Balance Due \$2,955.00

Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B190	Other Contested Matters (excluding assumption/rejection motions)	2955.00	0.00
B100	Administration	2,955.00	0.00

Invoices are payable upon receipt.

EXHIBIT D-27

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263047
 Account No. 1934.027

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Metropolitan CMB/Wiley Carter - Finder

Interim Statement

Fees

					Rate	Hours	
08/05/2024	AO	B190	A101	Reviewed file, drafted letter regarding post-judgment discovery to Wiley Carter.			
				Drafted Abstract of Judgment.	175.00	3.20	560.00
				For Legal Services Rendered		3.20	560.00
				Recapitulation			
				<u>Timekeeper</u>		<u>Hours</u>	<u>Rate</u>
				Amanda Arreguin		3.20	\$175.00
							\$560.00

Advances

08/05/2024		B110	E106	Online research - TransUnion			60.00
				Total Advances			60.00
				Total Current Work			620.00

Balance Due \$620.00

Task Code Summary

				<u>Fees</u>	<u>Expenses</u>
B110	Case Administration			0.00	60.00
B190	Other Contested Matters (excluding assumption/rejection motions)			560.00	0.00
B100	Administration			560.00	60.00

Lowe, Pat (dprt)

Statement No. 263047

Account No 1934.027

Metropolitan CMB/Wiley Carter - Finder

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Invoices are payable upon receipt.

EXHIBIT D-28

No Fees or Expenses for This Matter

EXHIBIT D-56

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprrt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263048
 Account No. 1934.029

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Claims against Premier Group Enterpr. - Finder

Interim Statement

Fees

					Rate	Hours	
07/22/2024	LC3	B190	A102	Legal research regarding enforcement of default judgment following a breach of settlement agreement in adversary proceeding. Prepare memorandum regarding same.	150.00	6.60	990.00
07/23/2024	AKM	B190	A101	Review of memo prepared by J. Thompson regarding enforcement of default judgment; review case law; emails to/from J. Thompson regarding additional research.	275.00	1.50	412.50
	LC3	B190	A103	Drafted amended Motion for Default Judgment.	150.00	5.20	780.00
07/24/2024	LC3	B190	A103	Drafted the Order for Final Default Judgment.	150.00	0.60	90.00
				For Legal Services Rendered		13.90	2,272.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Anna K. MacFarlane	1.50	\$275.00	\$412.50
Law Clerk (3)	12.40	150.00	1,860.00

Total Current Work 2,272.50

Lowe, Pat (dprt)

Statement No. 263048

Account No 1934.029

Claims against Premier Group Enterpr. - Finder

Page: 2

Balance Due

\$2,272.50

Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B190	Other Contested Matters (excluding assumption/rejection motions)	2272.50	0.00
B100	Administration	2,272.50	0.00

Invoices are payable upon receipt.

EXHIBIT D-30 through D-33

**No Fees or Expenses for
These Matters**

EXHIBIT D-36

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprrt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263049
 Account No. 1934.034

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Claims against Raul T Gomez - Finder

Interim Statement

Fees

					Rate	Hours	
10/31/2024	RAP	B190	A101	Confer with Anna K. MacFarlane regarding status of adversary.	500.00	0.20	100.00
	AKM	B190	A101	Confer with Randall A. Pulman regarding status of adversary.	275.00	0.20	55.00
11/03/2024	RAP	B190	A101	Confer with Anna K. MacFarlane regarding dismissal of adversary.	500.00	0.10	50.00
	AKM	B190	A105	Confer with Randall A. Pulman regarding dismissal of adversary.	275.00	0.10	27.50
				For Legal Services Rendered		0.60	232.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Randall A. Pulman	0.30	\$500.00	\$150.00
Anna K. MacFarlane	0.30	275.00	82.50

Total Current Work 232.50

Balance Due \$232.50

Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B190	Other Contested Matters (excluding assumption/rejection motions)	232.50	0.00
B100	Administration	232.50	0.00

Invoices are payable upon receipt.

EXHIBIT D-3

EXHIBIT D-63

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263050
 Account No. 1934.036

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Claims against David Rosen - Finder

Interim Statement

Fees

					Rate	Hours	
11/03/2024	RAP	B190	A101	Confer with Anna K. MacFarlane regarding dismissal of adversary.	500.00	0.10	50.00
	AKM	B190	A105	Confer with Randall A. Pulman regarding dismissal of adversary.	275.00	0.10	27.50
				For Legal Services Rendered		0.20	77.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Randall A. Pulman	0.10	\$500.00	\$50.00
Anna K. MacFarlane	0.10	275.00	27.50

Total Current Work	77.50
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Balance Due	<u>\$77.50</u>
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Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B190	Other Contested Matters (excluding assumption/rejection motions)	77.50	0.00
B100	Administration	77.50	0.00

Invoices are payable upon receipt.

EXHIBIT D-37 through D-55

**No Fees or Expenses for
These Matters**

EXHIBIT D-56

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263051
 Account No. 1934.056

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Claims against Jack Nace - Finder

Interim Statement

Fees

				Rate	Hours	
09/25/2024	AKM	B190	A101	Attention to emails regarding Jack Nace		
				completed settlement payments.	275.00	0.30 82.50
				For Legal Services Rendered		0.30 82.50

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Anna K. MacFarlane	0.30	\$275.00	\$82.50

Total Current Work	82.50
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Balance Due	<u>\$82.50</u>
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Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B190	Other Contested Matters (excluding assumption/rejection motions)	82.50	0.00
B100	Administration	82.50	0.00

Invoices are payable upon receipt.

EXHIBIT D-57 through D-60

**No Fees or Expenses for
These Matters**

EXHIBIT D-61

PULMAN, CAPPUCIO & PULLEN, LLP

Attorneys & Counselors

2161 NW Military Highway, Suite 400
 San Antonio, Texas 78213
 Telephone: (210) 222-9494
 Telecopier: (210) 892-1610
 www.pulmanlaw.com

Office Locations:
 San Antonio
 Dallas/Fort Worth
 McAllen

Lowe, Pat (dprt)
 Pat Lowe, Trustee
 2402 E. Main St.
 Uvalde, TX 78801

December 30, 2024

Invoice No. 263052
 Account No. 1934.061

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Claims against Carlile, Patchen & Murphy, LLP

Interim Statement

Fees

				Rate	Hours		
06/07/2024	AKM	B190	A101	Attention to statement regarding consent and jury demand filings; confer internally regarding same.	275.00	0.50	137.50
	LSH	B190	A104	Review/analyze defendants' answer and jury demand.	450.00	0.60	270.00
06/18/2024	LSH	B190	A108	Telephone conference with opposing counsel.	450.00	0.30	135.00
	LSH	B190	A108	Email with SEC counsel regarding status of lawsuit.	450.00	0.20	90.00
	LSH	B190	A105	Communicate (in firm) with R. Pulman regarding strategy.	450.00	0.30	135.00
06/21/2024	AKM	B190	A101	Prepare Rule 26 disclosures.	275.00	0.80	220.00
06/24/2024	AKM	B190	A101	Continue drafting Rule 26 disclosures per Leslie S. Hyman comments & edits.	275.00	0.30	82.50
	AKM	B190	A101	Review of emails from Leslie S. Hyman regarding conferences with opposing counsel regarding abatement.	275.00	0.30	82.50
	RAP	B190	A104	Office conference with L. Hyman regarding status; review of Rule 26 disclosures; telephone conference with SEC regarding status of SEC suit; telephone conference with opposing counsel regarding proposed stay or settlement.	500.00	1.00	500.00
	LSH	B190	A108	Review email from opposing counsel;			

Lowe, Pat (dprt)

Statement No. 263052

Account No 1934.061

Claims against Carlile, Patchen & Murphy, LLP

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					Rate	Hours	
				forward same to client.	450.00	0.20	90.00
	LSH	B190	A103	Continue drafting initial disclosures.	450.00	0.30	135.00
	LSH	B190	A108	Telephone conference with SEC counsel and R. Pulman; telephone conference with client and R. Pulman. Telephone conference with opposing counsel and R. Pulman. Conference with R. Pulman regarding strategy.	450.00	1.20	540.00
	LSH	B190	A108	Review email from opposing counsel regarding insurance coverage; forward same to client.	450.00	0.10	45.00
06/27/2024	AKM	B190	A101	Emails to/from Leslie S. Hyman regarding conference with client.	275.00	0.20	55.00
07/01/2024	LSH	B190	A106	Review email from opposing counsel and forward same to P. Lowe.	450.00	0.10	45.00
07/02/2024	LSH	B190	A108	Telephone conference with potential consulting expert.	450.00	0.30	135.00
	LSH	B190	A108	Email to opposing counsel regarding stay.	450.00	0.10	45.00
07/09/2024	AKM	B190	A101	Research client file regarding documents requested by opposing counsel.	275.00	0.80	220.00
	AKM	B190	A101	Emails and phone calls to/from Greg Murray regarding QuickBooks information request.	275.00	0.50	137.50
07/10/2024	AKM	B190	A101	Emails to/from Randall A. Pulman regarding post-settlement flow of funds; research client files and emails regarding same.	275.00	0.60	165.00
07/11/2024	AKM	B190	A101	Attention to emails regarding document requests and settlement offer.	275.00	0.20	55.00
	LSH	B190	A108	Email to opposing counsel regarding document production and demand.	450.00	0.10	45.00
07/15/2024	LSH	B190	A102	Identify documents in which Judge Rodriguez concluded there were material misrepresentations; conference with R. Pulman regarding same.	450.00	1.30	585.00

Lowe, Pat (dprt)

Statement No. 263052

Account No 1934.061

Claims against Carlile, Patchen & Murphy, LLP

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					Rate	Hours	
07/23/2024	AKM	B190	A101	Brief research to confirm deadline to respond to defendants' motion to stay proceedings; emails regarding same.	275.00	0.20	55.00
07/24/2024	AKM	B190	A101	Conduct legal research regarding malpractice damages in receivership/bankruptcy.	275.00	1.80	495.00
	RAP	B190	A104	Review of proposal from defendants; office conference with L. Hyman regarding same.	500.00	0.50	250.00
	LSH	B190	A102	Legal and factual research regarding claims against CPM.	450.00	2.50	1,125.00
07/26/2024	AKM	B190	A101	Review of defendants' motion to stay.	275.00	0.30	82.50
	AKM	B190	A101	Emails to/from Randall A. Pulman and Leslie S. Hyman regarding whether we oppose motion to stay.	275.00	0.30	82.50
07/30/2024	LSH	B190	A108	Review and respond to email from opposing counsel regarding remote appearance.	450.00	0.10	45.00
07/31/2024	AKM	B190	A101	Review of emails regarding September 9 hearing.	275.00	0.20	55.00
	RAP	B190	A103	Review of merits of malpractice claim; review of order on Motion for Summary Judgment and SJ exhibits.	500.00	1.50	750.00
08/03/2024	RAP	B190	A101	Telephone conference with Lowe regarding strategy.	500.00	0.50	250.00
08/05/2024	AKM	B190	A101	Emails to/from Randall A. Pulman regarding adversary abatement.	275.00	0.30	82.50
08/06/2024	AKM	B190	A101	Emails to/from Leslie S. Hyman regarding disclosure documents.	275.00	0.30	82.50
	AKM	B190	A101	Review of emails regarding abatement of case.	275.00	0.30	82.50
	LSH	B190	A108	Review correspondence from opposing counsel to prepare response to same; gather requested documents; email			

Lowe, Pat (dprt)

Statement No. 263052

Account No 1934.061

Claims against Carlile, Patchen & Murphy, LLP

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					Rate	Hours	
				opposing counsel.	450.00	0.70	315.00
08/08/2024	LSH	B190	A103	Draft agreed order abating case; emails regarding same.	450.00	1.00	450.00
08/09/2024	LSH	B190	A104	Review/analyze emails regarding abatement.	450.00	0.20	90.00
08/12/2024	AKM	B190	A101	Emails regarding access to deeproot QB files.	275.00	0.30	82.50
	LSH	B190	A108	Review and respond to email from opposing counsel regarding QuickBooks access and discovery; email with G. Murray regarding QuickBooks.	450.00	0.30	135.00
08/13/2024	AKM	B190	A101	Multiple emails to/from Leslie S. Hyman and Greg Murray regarding QB files.	275.00	0.30	82.50
	LSH	B190	A104	Attend to informal discovery matters.	450.00	0.30	135.00
08/19/2024	AKM	B190	A101	Multiple emails to/from Greg Murray regarding Quickbooks login information.	275.00	0.40	110.00
	AKM	B190	A101	Emails to/from Monica Sansalone regarding QuickBooks information and discovery planning call.	275.00	0.30	82.50
08/22/2024	AKM	B190	A101	Review of discovery requests from opposing counsel.	275.00	0.50	137.50
08/28/2024	LSH	B190	A104	Review proposed "limited" written discovery; review and respond to emails from opposing counsel regarding same.	450.00	0.50	225.00
09/05/2024	AKM	B190	A101	Telephone conference with opposing counsel regarding limited discovery/document production (1.0); office conference and emails with Leslie S. Hyman regarding same (0.4).	275.00	1.50	412.50
	RAP	B190	A108	Telephone conference with opposing counsel regarding discovery during stay.	500.00	0.50	250.00
	LSH	B190	A108	Telephone conference with opposing counsel, A. McFarlane, and R. Pulman regarding informal discovery. Begin			

Lowe, Pat (dprt)

Statement No. 263052
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Claims against Carlile, Patchen & Murphy, LLP

					Rate	Hours	
				review of documents for production.	450.00	1.90	855.00
10/23/2024	LSH	B190	A108	Email with opposing counsel regarding status hearing.	450.00	0.10	45.00
10/24/2024	AKM	B190	A101	Review and continue drafting unopposed motion to continue status conference and proposed order regarding same; confer with Leslie S. Hyman regarding same.	275.00	0.70	192.50
	LSH	B190	A103	Continue drafting motion to continue.	450.00	0.30	135.00
10/25/2024	LSH	B190	A108	Review emails regarding resetting of status conference.	450.00	0.20	90.00
11/03/2024	RAP	B190	A105	Confer with AKM regarding status conference.	500.00	0.10	50.00
11/15/2024	LSH	B190	A108	Email to opposing counsel regarding indictment.	450.00	0.10	45.00
11/27/2024	AKM	B190	A101	Confer with Randall A. Pulman regarding status conference on 12/2.	275.00	0.10	27.50
				For Legal Services Rendered		29.40	11,335.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Randall A. Pulman	4.10	\$500.00	\$2,050.00
Anna K. MacFarlane	12.00	275.00	3,300.00
Leslie Hyman	13.30	450.00	5,985.00

Total Current Work 11,335.00

Balance Due \$11,335.00

Task Code Summary

		<u>Fees</u>	<u>Expenses</u>
B190	Other Contested Matters (excluding assumption/rejection motions)	11335.00	0.00
B100	Administration	11,335.00	0.00

Lowe, Pat (dprt)

Statement No. 263052

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Claims against Carlile, Patchen & Murphy, LLP

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